

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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The Northwestern Mutual Life Insurance Co.,

07-CV-07745 (RMB)

Appellant,

-against-

**MOTION TO ADMIT
COUNSEL PRO HAC VICE**

Delta Air Lines, Inc., et al.

Appellees.

-----X

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, IRENA GOLDSTEIN, a member in good standing of the bar of this Court hereby move for an Order allowing the admission pro hac vice of:

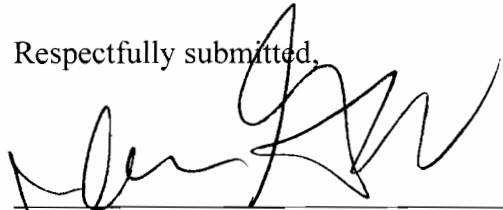
Applicant's Name: LISA HILL FENNING
Firm Name: Dewey & LeBoeuf LLP
Address: 333 South Grand Avenue, 26th Floor
City/State/Zip: Los Angeles, CA 90071-1530
Tel No: (213) 621-6000
Fax No: (213) 621-6100

FILED COURT
U.S. DISTRICT COURT
2007 OCT -1 PM 4:11
S.D. OF N.Y.

LISA HILL FENNING is a member in good standing of the Bar of the States of Illinois, California and the District of Columbia. There are no pending disciplinary proceedings against LISA HILL FENNING in any State or Federal court.

Dated: October 1, 2007

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Irena Goldstein', is written over a horizontal line.

IRENA GOLDSTEIN
SDNY Bar 2415362
Dewey & LeBoeuf LLP
1301 Avenue of the Americas
New York, NY 10019-6092
Tel: (212) 259-8000
Fax: (212) 259-6333

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X

The Northwestern Mutual Life Insurance Co.,

07-CV-07745 (RMB)

Appellant,

-against-

**AFFIDAVIT OF IRENA
GOLDSTEIN IN SUPPORT
OF MOTION TO ADMIT
COUNSEL PRO HAC VICE**

Delta Air Lines, Inc., et al.

Appellees.

-----X

IRENA GOLDSTEIN, being duly sworn, hereby deposes and says as follows:

1. I am a partner with the law firm of Dewey & LeBoeuf LLP, counsel for Appellant The Northwestern Mutual Life Insurance Company in the above-captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Appellant's motion to admit Lisa Hill Fenning as counsel pro hac vice to represent Appellant in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on December 1, 1988. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Lisa Hill Fenning since June, 2003.

4. Lisa Hill Fenning is a Partner at Dewey & LeBoeuf LLP, and located in our Los Angeles, California office.

5. I have found Lisa Hill Fenning to be a skilled attorney and a person of integrity. She is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of Lisa Hill Fenning, pro hac vice.

7. I respectfully submit a proposed order granting the admission of Lisa Hill Fenning, pro hac vice, which is attached hereto as Exhibit A.

WHEREAS, it is respectfully requested that the motion to admit Lisa Hill Fenning, pro hac vice, to represent Plaintiff in the above-captioned matter, be granted.

Dated: October 1, 2007

Respectfully submitted,



IRENA GOLDSTEIN
SDNY Bar 2415362
Dewey & LeBoeuf LLP
1301 Avenue of the Americas
New York, NY 10019-6092
Tel: (212) 259-8000
Fax: (212) 259-6333

Sworn to before me this
28th day of September, 2007.


Notary Public, State of New York

ANDRA MACDONALD
NOTARY PUBLIC, State of New York
No. 01MA4832343
Qualified in New York County
Commission Expires March 30, 2011

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X

The Northwestern Mutual Life Insurance Co., 07-CV-07745 (RMB)

Appellant,

-against-

**ORDER FOR ADMISSION
PRO HAC VICE ON
WRITTEN MOTION**

Delta Air Lines, Inc., et al.

Appellees.

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Upon the motion of Irena Goldstein, attorney for Appellant, The Northwestern Mutual Life Insurance Company, and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Applicant's Name: LISA HILL FENNING
Firm Name: Dewey & LeBoeuf LLP
Address: 333 South Grand Avenue, 26th Floor
City/State/Zip: Los Angeles, CA 90071-1530
Tel No: (213) 621-6000
Fax No: (213) 621-6100
Email: lfenning@dl.com

is admitted to practice pro hac vice as counsel for Appellant, The Northwestern Mutual Life Insurance Company, in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel

shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated: _____, 2007

New York, New York

United States District/Magistrate Judge

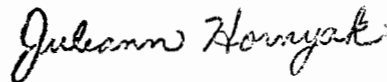
Certificate of Admission To the Bar of Illinois

I, Juleann Hornyak, Clerk of the Supreme Court of Illinois, do hereby certify that

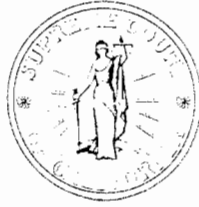
Lisa Hill Fenning

has been duly licensed and admitted to practice as an Attorney and Counselor of Law within this State; has duly taken the required oath to support the CONSTITUTION OF THE UNITED STATES and of the STATE OF ILLINOIS, and also the oath of office prescribed by law, that said name was entered upon the Roll of Attorneys and Counselors in my office on April 28, 1975 and is in good standing, so far as the records of this office disclose.

In Witness Whereof, I have hereunto
placed my hand and affixed the seal
of said Supreme Court, at Springfield,
in said State, this Wednesday, September 19, 2007.



Clerk



Supreme Court of California

FREDERICK K. OHLRICH

Clerk of the Court

CERTIFICATE OF THE CLERK OF THE SUPREME COURT OF THE STATE OF CALIFORNIA

*I, FREDERICK K. OHLRICH, Clerk of the Supreme Court of the State of California, do hereby certify that **Lisa Hill Fenning**, was on the 29th of November, 1979, duly admitted to practice as an attorney and counselor at law in all the courts of this state; and that his/her name now appears on the Roll of Attorneys as a member of the bar of this state in good standing.*

*Witness my hand and the seal of the court,
this 20th day of September, 2007.*

FREDERICK K. OHLRICH

Clerk of the Supreme Court

By

A handwritten signature in dark ink, appearing to be "Patricia A. Quinn", written over a horizontal line.

Patricia A. Quinn, Deputy Clerk



District of Columbia Court of Appeals
Committee on Admissions
500 Indiana Avenue, N.W. — Room 4200
Washington, D. C. 20001
202 / 879-2710

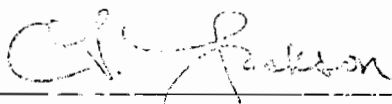
I, GARLAND PINKSTON, JR., Clerk of the District of Columbia
Court of Appeals, do hereby certify that

LISA HILL FENNING

was on the 11th day of MAY, 2007
duly qualified and admitted as an attorney and counselor and
entitled to practice before this Court and is, on the date
indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have
hereunto subscribed my name
and affixed the seal of this
Court at the City of
Washington, D.C., on
September 24, 2007.

GARLAND PINKSTON, JR., CLERK

By: 
Deputy Clerk

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
THE NORTHWESTERN MUTUAL LIFE
INSURANCE COMPANY, : Case No. 07-CV-7745 (RB)
Appellant, :
v. :
:
DELTA AIR LINES, INC. and :
THE POST-EFFECTIVE DATE :
COMMITTEE OF DELTA :
AIR LINES, INC., :
Appellees. :
-----X

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
SS.:
COUNTY OF NEW YORK)

DEBRA K. SENIOR, being duly sworn, deposes and says, I am not a party to the action, am over 18 years of age, and am employed by the law firm of Dewey & LeBoeuf LLP.

On the 1st day of October, 2007, I served MOTION TO ADMIT COUNSEL PRO HAC VICE (Lisa Hill Fenning) AFFIDAVIT OF IRENA GOLDSTEIN IN SUPPORT OF MOTION TO ADMIT COUNSEL PRO HAC VICE; ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION, by First Class Mail to the attorneys listed below at their address designated for service of papers:

**Counsel to The Bank of New York,
as Indenture Trustee and Pass Through
Trustee**

Leo T. Crowley, Esq.
Eric Fishman, Esq.
Margo P. Erlich, Esq.
Pillsbury Winthrop Shaw Pittman LLP
1540 Broadway
New York, NY 10036-4039

Counsel for the Reorganized Debtor

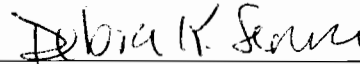
Lawrence M. Handelsman, Esq.
Kristopher Martin Hansen, Esq.
Stroock & Stroock & Lavan LLP
180 Maiden Lane
New York, NY 10038

**Counsel for the Post-Effective Date
Committee of Delta Air Lines, Inc., et al.**

David Harrison Botter, Esq.
Daniel H. Golden, Esq.
Akin Gump Strauss Hauer & Feld LLP
590 Madison Ave
New York, NY 10022

Counsel to Bank of America, N.A.

Michael J. Edelman, Esq.
Vedder Price Kaufman & Kammholz, P.C.
1633 Broadway
47th Floor
New York, NY 10019



DEBRA K. SENIOR
Lic. No. 1264305

Sworn to before me this
1st day of October, 2007


NOTARY PUBLIC

KEVIN M. KOHBERGER
NOTARY PUBLIC, State of New York
No. 01KO6147060
Qualified in Kings County
Certificate Filed in New York County
Commission Expires May 30, 2010

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